

20-990757



Secretary of State

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SI-PT

**Corporate Disclosure Statement  
(Domestic Stock and Foreign  
Corporations)**

**FILED**  
Secretary of State  
State of California

JUL 20 2020

**IMPORTANT - Read instructions before completing this form.**

**Filing Fee** - There is no fee for filing the Corporate Disclosure Statement.

**Copy Fees** - First page \$1.00; each additional page \$0.50;  
Certification Fee - \$5.00

This Space For Office Use Only

1. **Corporate Name** (Enter the exact name of the corporation as it is recorded with the California Secretary of State.)

LiveRamp Holdings, Inc.

2. **7-Digit Secretary of State Entity (File) Number**

C 4 2 5 8 0 0 0

3. **Jurisdiction** (Enter the state, foreign country or other place where the corporation is formed)

Delaware

**4. Independent Auditor**

4a. Name of the Independent Auditor that prepared the most recent auditor's report.

KPMG, LLP

4b. Description of other services, if any, performed by the Independent Auditor named in Item 4a.

Tax Services

4c. Name of the Independent Auditor employed by the corporation on the date of this statement, if different from Item 4a.

**5. Reporting Compliance with California Corporations Code Sections 301.3 and 2115.5.**

5a. Check the applicable statement for the **current** calendar year (select only one box):

- ☒ The corporation has **not** moved its principal executive office either into California from another state or out of California into another state.
- ☐ The corporation has moved its principal executive office **into** California from another state.
- ☐ The corporation has moved its principal executive office **out** of California into another state.

5b. **Total** number of directors on the corporation's **current** Board of Directors (select only one box):

- ☒ 6 or more
- ☐ 5
- ☐ 4 or fewer

5c. Number of **female** directors on the corporation's **current** Board of Directors (select only one box):

- ☐ 3 or more
- ☒ 2
- ☐ 1
- ☐ 0

**6. Required Statutory Disclosures**

6a. Has an order for relief been entered in a bankruptcy case with respect to the corporation during the preceding 10 years?

☐ Yes ☒ No

6b. Has the corporation or any of its subsidiaries been a party to, or any of their property been subject to, any material pending legal proceedings, as specified by Item 103, Part 229 of SEC Regulation S-K? If yes, attach a description.

☐ Yes ☒ No

6c. Has the corporation been found legally liable in any material legal proceeding during the preceding five years? If yes, attach a description.

☐ Yes ☒ No

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**7. Directors**

Names of Directors	Compensation	Shares	Options	Bankruptcy	Fraud
1) <u>John L. Battelle</u>	<u>\$75,000</u>	<u>2,817</u>	<u>0</u>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
2) <u>Timothy R. Cadogan</u>	<u>\$60,000</u>	<u>3,331</u>	<u>0</u>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
3) <u>Vivian Chow</u>	<u>\$0</u>	<u>0</u>	<u>0</u>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
4) <u>William T. Dillard, II</u>	<u>\$0</u>	<u>4,356</u>	<u>0</u>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
5) <u>Richard P. Fox</u>	<u>\$95,000</u>	<u>2,817</u>	<u>0</u>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
6) <u>Jerry D. Gramaglia</u>	<u>\$50,000</u>	<u>2,080</u>	<u>0</u>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
7) <u>William J. Henderson</u>	<u>\$100,000</u>	<u>2,817</u>	<u>0</u>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
8) <u>Clark M. Kokich</u>	<u>\$75,000</u>	<u>4,274</u>	<u>0</u>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
9) <u>Debora B. Tomlin</u>	<u>\$80,000</u>	<u>2,817</u>	<u>0</u>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
10) _____	_____	_____	_____	<input type="checkbox"/> Yes <input type="checkbox"/> No	<input type="checkbox"/> Yes <input type="checkbox"/> No
11) _____	_____	_____	_____	<input type="checkbox"/> Yes <input type="checkbox"/> No	<input type="checkbox"/> Yes <input type="checkbox"/> No
12) _____	_____	_____	_____	<input type="checkbox"/> Yes <input type="checkbox"/> No	<input type="checkbox"/> Yes <input type="checkbox"/> No
13) _____	_____	_____	_____	<input type="checkbox"/> Yes <input type="checkbox"/> No	<input type="checkbox"/> Yes <input type="checkbox"/> No
14) _____	_____	_____	_____	<input type="checkbox"/> Yes <input type="checkbox"/> No	<input type="checkbox"/> Yes <input type="checkbox"/> No
15) _____	_____	_____	_____	<input type="checkbox"/> Yes <input type="checkbox"/> No	<input type="checkbox"/> Yes <input type="checkbox"/> No
16) _____	_____	_____	_____	<input type="checkbox"/> Yes <input type="checkbox"/> No	<input type="checkbox"/> Yes <input type="checkbox"/> No

**8. Executive Officers**

8a. Names of Executive Officers	Compensation	Shares	Options	Bankruptcy	Fraud
1) <u>Scott E. Howe</u>	<u>\$1,723,800</u>	<u>149,698</u>	<u>0</u>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
2) <u>Warren C. Jenson</u>	<u>\$1,372,638</u>	<u>43,798</u>	<u>0</u>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
3) <u>James F. Arra</u>	<u>\$1,556,887</u>	<u>26,278</u>	<u>0</u>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
4) <u>Anneka R. Gupta</u>	<u>\$823,547</u>	<u>26,278</u>	<u>0</u>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
5) <u>Jerry C. Jones</u>	<u>\$831,858</u>	<u>18,009</u>	<u>0</u>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No

  

8b. Chief Executive Officer (if not named in 8a)	Compensation	Shares	Options	Bankruptcy	Fraud
_____	_____	_____	_____	<input type="checkbox"/> Yes <input type="checkbox"/> No	<input type="checkbox"/> Yes <input type="checkbox"/> No

  

8c. Additional Executive Officers (if not named in 8a or 8b)	Bankruptcy	Fraud
1) _____	<input type="checkbox"/> Bankruptcy	<input type="checkbox"/> Fraud
2) _____	<input type="checkbox"/> Bankruptcy	<input type="checkbox"/> Fraud
3) _____	<input type="checkbox"/> Bankruptcy	<input type="checkbox"/> Fraud

**9. Loans to Members of the Board of Directors**

Names of Directors	Description of Loan including Amount and Terms
1) _____	_____
2) _____	_____

If additional space is needed, place the additional information on only one side of a standard letter-sized piece of paper (8 1/2 x 11) clearly marked as an attachment to the Corporate Disclosure Statement and attach the extra page(s) to the completed Corporate Disclosure Statement.

By submitting this Corporate Disclosure Statement to the Secretary of State, the corporation certifies the information contained herein, including any attachments, is true and correct.

Catherine L. Hughes

Type or Print Name of Person Completing the Form

*Catherine L. Hughes* Secretary  
Signature Title

7/14/2020  
Date